

FREEPORT MCMORAN COPPER & GOLD INC

Form 4

June 05, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DAY ROBERT

2. Issuer Name and Ticker or Trading Symbol

FREEPORT MCMORAN COPPER & GOLD INC [FCX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

865 SOUTH FIGUEROA ST., SUITE 1800

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

06/03/2013

☒ Director

☐ Officer (give title below)

☐ 10% Owner

☐ Other (specify below)

LOS ANGELES, CA 90017

(City)

(State)

(Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)

☒ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 34.63	06/03/2013	A		1,890		06/03/2013 ⁽¹⁾	06/01/2015	Common Stock	1,890
Options (Right to Buy)	\$ 31.67	06/03/2013	A		1,890		06/03/2013 ⁽¹⁾	06/01/2016	Common Stock	1,890
Options (Right to Buy)	\$ 59.12	06/03/2013	A		2,700		06/03/2013 ⁽¹⁾	06/01/2018	Common Stock	2,700
Options (Right to Buy)	\$ 13.82	06/03/2013	A		674		06/03/2013 ⁽¹⁾	06/01/2019	Common Stock	674
Options (Right to Buy)	\$ 17.56	06/03/2013	A		1,350		06/03/2013 ⁽¹⁾	06/01/2020	Common Stock	1,350
Options (Right to Buy)	\$ 32.6	06/03/2013	A		5,400		06/03/2013 ⁽¹⁾	06/01/2021	Common Stock	5,400
Options (Right to Buy)	\$ 16.34	06/03/2013	A		5,400		06/03/2013 ⁽¹⁾	06/01/2022	Common Stock	5,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAY ROBERT 865 SOUTH FIGUEROA ST. SUITE 1800 LOS ANGELES, CA 90017	X			

Signatures

Kelly C. Simoneaux on behalf of Robert A. Day pursuant to a power of attorney 06/05/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) To the extent unvested, these options became fully vested and exercisable at the effective time of the merger described in Footnote 2.
- (2) Acquired pursuant to the Agreement and Plan of Merger by and among the Issuer, McMoRan Exploration Co. ("MMR") and a wholly owned subsidiary of the Issuer (the "Merger Agreement") in exchange for options to purchase MMR common stock. Options to purchase shares of MMR common stock were converted into options to purchase shares of Issuer common stock, with the number of shares subject to the Issuer options equal to the number of shares subject to the corresponding MMR options multiplied by 0.5400, and rounded down to the nearest whole share. The exercise price of the Issuer options is equal to the exercise price of the corresponding MMR options, divided by 0.5400, and rounded up to the nearest whole cent.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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